

Exhibit E

IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF TEXAS

-----x
MARY LALIBERTE, et al.,

Plaintiffs,

vs.

Case No.

4:22-cv-03290 (AHB)

QUANTA SERICES, INC., et al.,

Defendants.
-----x

REMOTE VIDEOTAPED DEPOSITION BY VIRTUAL ZOOM OF
ADAM WERNER
Monday, September 9, 2024

Stenographically Reported By: Lynne Ledanois

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Videotaped deposition of ADAM WERNER,
taken in Pismo Beach, California, commencing at
9:02 a.m., on Monday, September 9, 2024 before
LYNNE M. LEDANOIS, Certified Shorthand Reporter
No. 6811, Certified Court Reporter.

* * *

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Also Present: Brandon Miller, Videographer

Carolyn Campbell, In-House Counsel Quanta

1 A Excluding prejudgment interest, correct.

2 Q Now, you calculate losses with respect to
3 the Fidelity Freedom TDFs of \$20,139,166 itself;
4 correct?

5 A That's correct.

6 Q For the American Beacon and DFA funds, you
7 actually calculate negative losses; correct?

8 A I believe that is correct.

9 Q Well, why don't we see if that's ready to
10 download now. It should be there.

11 A Okay. Let's see.

12 Okay. I'm there.

13 Q Do you have it open?

14 A I do.

15 Q Can you turn to the "Beacon Losses" tab in
16 your backup materials?

17 A Okay. I'm there.

18 Q Okay. Now, first, you don't include any
19 of these sorts of materials in your actual report
20 like you do with respect to the Fidelity Freedom
21 Funds; correct?

22 A I'm sorry, I don't understand the question.

23 Q With respect to the Fidelity Freedom
24 Funds, you include Exhibits 3 through 8 which show
25 some of the calculations; right?

1 A Correct.

2 Q But you don't do that with respect to the
3 American Beacon and DFA funds?

4 A That's correct.

5 Q Okay. Now, if I'm understanding
6 correctly -- and we'll walk through this in a little
7 bit more detail -- but you calculate losses of
8 negative \$3,147,203 with respect to the American
9 Beacon fund as of June 30th, 2024; correct?

10 A Excluding prejudgment interest, correct.

11 Q Right. And you don't, when you then total
12 up the changes in Paragraph 17, account for that
13 negative \$3,147,203; correct?

14 A I'm sorry, what was your question?

15 Q In Paragraph 17 of your report --

16 A Right.

17 Q -- you ignore the negative \$3,147,203 from
18 your calculations of the total?

19 A Do I net out? I guess I don't know how to
20 answer the question.

21 Damages according to this are zero, so
22 that's what the damages were. If you tell me -- if
23 there is a different theory of liability and someone
24 tells me that we need to look at net damages or I
25 need to do a different calculation, then I might

1 A I believe it would have -- it would have
2 3 million -- approximately \$3 million more in the
3 fund, not less. Maybe I'm just doing the math wrong.
4 Maybe I'm misunderstanding.

5 Q Let's be clear about this, Dr. Werner. Do
6 you want to write it down so you can figure it out?

7 A Well, I just -- I don't think what you said
8 is correct.

9 Q I understand, that's fine. I want to make
10 sure we get it right.

11 But you calculate negative damages;
12 correct?

13 A Correct.

14 Q Negative \$3,147,203?

15 A Right. So a negative damage would be a
16 benefit.

17 Q Okay.

18 A At least theoretically.

19 Q Let me ask the question this way: When
20 you say a benefit, you mean that the plan is better
21 off in the American Beacon fund that it actually had
22 than it would have been in the alternative Janus
23 fund that you were asked to assume?

24 A I see what you're saying, yes.

25 Q Okay. And so had the plan made the change

1 that you were asked to assume it was going to make,
2 the plan would have 3,147,203 fewer dollars as of
3 June 30, 2024 than it actually has?

4 A That's correct.

5 Q But you don't account for that in
6 Paragraph 17?

7 A Again, I think that is a legal question, not
8 an economic one.

9 Q You don't have an opinion one way or the
10 other as to whether the \$3,147,203 should be
11 accounted for or not?

12 A I believe that your statement is correct.

13 Q Okay. As an economics matter, though, you
14 would agree with me that had the plan made the
15 change that you were asked to assume it would make,
16 the plan would have 3,147,203 fewer dollars than it
17 actually has?

18 A As an economic matter, that's correct.

19 Q Okay. Can we go to the spreadsheet, the
20 worksheet that's entitled "DFA Losses."

21 A Okay.

22 Q And at least on my copy of that,
23 Dr. Werner, those are in green as opposed to the
24 Beacon ones that are in blue. Is that the same for
25 yours?

1 A It is.

2 Q Okay. And you also calculate negative
3 damages with respect to the DFA fund. This time the
4 number is negative \$834,969; correct?

5 A That's correct.

6 Q Meaning had the plan made the change that
7 plaintiffs asked you to assume it should have made,
8 the plan would be worse off to the tune of \$834,969?

9 A That's correct.

10 Q You don't account for that in Paragraph 17
11 of your report either?

12 A Again, I believe that's a legal issue.

13 Q That's fine.

14 A I'm not a lawyer.

15 Q Let's go back to the American Beacon fund.
16 Dr. Werner, I apologize, I lost track of
17 time a little bit. I know we took some breaks early
18 on. I don't know if it's been about an hour or if
19 you would like to take a break now or keep going,
20 it's up to you.

21 A You know, why don't we take a ten-minute
22 break; is that okay?

23 Q That's fine by me?

24 A Thank you for offering that.

25 Q Okay.

1 I, LYNNE M. LEDANOIS, a Certified
2 Shorthand Reporter of the State of California, do
3 hereby certify:

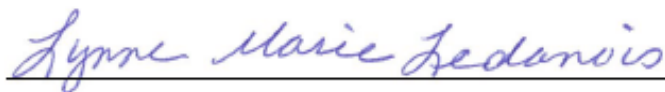
4 That the foregoing proceedings were taken
5 before me at the time and place herein set forth;
6 that a record of the proceedings was made by me
7 using machine shorthand which was thereafter
8 transcribed under my direction; that the foregoing
9 transcript is a true record of the testimony given.

10 Further, that if the foregoing pertains to
11 the original transcript of a deposition in a Federal
12 Case, before completion of the proceedings, review
13 of the transcript ☐ was ☒ wasn't requested.

14 I further certify I am neither financially
15 interested in the action nor a relative or employee
16 of any attorney or party to this action.

17 IN WITNESS WHEREOF, I have this date
18 subscribed my name.

19
20 Dated: September 10, 2024
21
22

23 
24

25 LYNNE MARIE LEDANOIS

CSR No. 6811